

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 17, 2012
(enter date affidavit is notarized)

I, Ben I. Wales, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) ☐ applicant
☒ applicant's authorized agent listed in Par. 1(a) below

116194a

in Application No.(s): SE 2012-HM-008
(enter County-assigned application number(s), e.g. SE 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(**NOTE:** All relationships to the application listed above in **BOLD** print are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Reston Hospital Center, LLC Agents: Timothy M. McManus Jane E. Raymond Edward R. Stojakovich Tracey K. White Margaret G. Lewis Robert F. Carrel W. Mark Kimbrough	One Park Plaza Nashville, TN 27203	Co-Applicant
Urban Engineering Associates, Inc. - d/b/a Urban, Ltd. Agents: Matthew K. Koirtzmann Peter F. Crawford	7712 Little River Turnpike Annandale, VA 22003	Engineer/Agent for Reston Hospital Center, LLC

(check if applicable)

☒ There are more relationships to be listed and Par. 1(a) is continued on a "Special Exception Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Special Exception Attachment to Par. 1(a)

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for Application No. (s): SE 2012-HM-008

(enter County-assigned application number (s))

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(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel (s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cooley LLP Agents: Antonio J. Calabrese Mark C. Looney Colleen P. Gillis Snow Jill S. Parks Brian J. Winterhalter Shane M. Murphy Jeffrey A. Nein Molly M. Novotny Ben I. Wales	One Freedom Square, Reston Town Center 11951 Freedom Drive, Suite 1500 Reston, VA 20190	Attorneys/Agent for Reston Hospital Center, LLC
Inova Health System Services Agents: J. Knox Singleton Richard C. Magenheimer H. Patrick Walters Jennifer W. Siciliano John F. Gaul Mark P. Ehret	8110 Gatchouse Road, Suite 200 East Tower Falls Church, Virginia 22042	Co-Applicant/Title Owner, Tax Map # 0171-01-0014E
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Elizabeth D. Baker Inda E. Stagg Elizabeth A. McKeeby Jonathan D. Puvak	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent for Inova Health System Services
Sittler Development Associates, LLC Agent: J. David Sittler	11307 Sunset Hills Road, Suite A-1 Reston, VA 20190	Consultant/Agent for Inova Health System Services

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Special Exception Attachment to Par. 1(a)" form.

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- 1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders:

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name and number, street, city, state, and zip code)
Reston Hospital Center, LLC
One Park Plaza
Nashville, TN 37203

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial and last name)
HCA Health Services of Virginia, Inc.

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

Special Exception Attachment to Par. 1(b)

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for Application No. (s): SE 2012-HM-008
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

HCA Health Services of Virginia, Inc.
One Park Plaza
Nashville, TN 37203

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Healthserv Acquisition, LLC

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Healthserv Acquisition, LLC
One Park Plaza
Nashville, TN 37203

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Healthtrust, Inc. - The Hospital Company

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

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for Application No. (s): SE 2012-HM-008
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Healthtrust, Inc. - The Hospital Company
One Park Plaza
Nashville, TN 37203

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

HCA Inc.

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

HCA Inc.
One Park Plaza
Nashville, TN 37203

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

HCA Holdings, Inc.

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Hercules Holding II, LLC
c/o Bain Capital Partners, LLC, 111 Huntington Avenue, Boston, MA 02199

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Bain Capital Integral Investors 2006, LLC

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Bain Capital Integral Investors 2006, LLC
111 Huntington Avenue
Boston, MA 02199

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Bain Capital Fund IX, L.P.

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.
2200 Clarendon Boulevard, 13th Floor
Arlington, Virginia 22201

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

David J. Bomgardner, E. Andrew Burcher, M. Catharine Puskar, John E. Rinaldi,
Thomas J. Colucci, Peter M. Dolan, Jr., Jay Lynne J. Strobel, Garth M. Wainman,
du Von, William A. Fogarty, John H. Foote, Nan E. Walsh, Martin D. Walsh
H. Mark Goetzman, Bryan H. Guidash,
Michael D. Lubeley, J. Randall Minchew,

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Sittler Development Associates, LLC
11307 Sunset Hills Road, Suite A-1
Reston, VA 20190

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

J. David Sittler

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Inova Health System Services
8110 Gatehouse Road, Suite 200, East Tower
Falls Church, Virginia 22042

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Inova Health System Services, formerly	Inova Health System Foundation appoints
Inova Services, formerly Inova Services,	the Board of Trustees of Inova Health
Inc., is a non-stock, non-profit corporation,	System Services.
the sole member of which is Inova Health	
System Foundation.	

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Inova Health System Foundation
8110 Gatehouse Road
Falls Church, VA 22042

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Inova Health System Foundation, formerly	formerly The Fairfax Hospital Association
Inova Health Systems Foundation, which	Foundation, is a non-stock, non-profit
was formerly Inova Health Systems, Inc.,	corporation.
which was formerly Fairfax Hospital	
Association Foundation, which was	

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

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11/6/14 a

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

HCA Holdings, Inc.
One Park Plaza
Nashville, TN 37203

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Hercules Holding II, LLC

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Urban Engineering Associates, Inc. - d/b/a Urban, Ltd.
7712 Little River Turnpike
Annandale, VA 22003

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

- J. Edgar Sears, Jr.
Brian A. Sears
• Barry B. Smith (former)

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

• Barry B. Smith no longer a shareholder - only change since 6/14/12.

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1(c). The following constitutes a listing*** of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, and number, street, city, state, and zip code)

Cooley LLP
One Freedom Drive, Reston Town Center
11951 Freedom Drive, Suite 1500
Reston, VA 20190

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

Gian-Michele a Marca
Jane K. Adams
Maureen P. Alger
DeAnna D. Allen
Thomas R. Amis
Mazda K. Antia
Orion (nmi) Armon
Gordon C. Atkinson
Michael A. Attanasio
Jonathan P. Bach
Charles J. Bair
Celia Goldwag Barenholtz
Frederick D. Baron
Matthew S. Bartus
James A. Beldner

Keith J. Berets
Connie N. Bertram
Laura Grossfield Birger
Thomas A. Blinka
Ian B. Blumenstein
Barbara L. Borden
Jodie M. Bourdet
Wendy J. Brenner
Matthew J. Brigham
James P. Brogan

Nicole C. Brookshire
Matthew D. Brown
Alfred L. Brown III
Matthew T. Browne
Peter F. Burns
Robert T. Cahill
Antonio J. Calabrese
Christopher C. Campbell
William Lesse Castleberry
Lynda K. Chandler
Dennis (nmi) Childs

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.*

Special Exception Attachment to Par. 1(c)DATE: July 17, 2012

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116194 afor Application No. (s): SE 2012-HM-008

(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley LLP (continued)
 One Freedom Square, Reston Town Center
 11951 Freedom Drive, Suite 1500
 Reston, VA 20190

(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g., **General Partner, Limited Partner, or General and Limited Partner**)

William T. Christiansen, II
 Sean M. Clayton
 Samuel S. Coates
 Alan S. Cohen
 Jeffrey L. Cohen
 Thomas A. Coll
 Joseph W. Conroy
 Jennifer B. Coplan
 Carolyn L. Craig
 John W. Crittenden
 Janet L. Cullum
 Nathan K. Cummings
 John A. Dado
 Benjamin G. Damstedt
 Craig E. Dauchy
 Wendy (nmi) Davis
 Renee R. Deming
 Darren K. DeStefano
 Jennifer Fonner DiNucci
 Michelle C. Doolin
 Joseph M. Drayton
 Christopher (nmi) Durbin
 John C. Dwyer
 Shannon (nmi) Eagan
 Robert L. Eisenbach, III
 Gordon H. Empey
 Sonya F. Erickson
 Lester J. Fagen
 Brent D. Fassett
 David J. Fischer
 M. Wainwright Fishburn, Jr.
 Richard H. Frank
 Steven L. Friedlander
 Thomas J. Friel, Jr.
 Francis (nmi) Fryscak
 Koji F. Fukumura
 James F. Fulton, Jr.
 William S. Galliani
 W. Andrew H. Gantt III
 Stephen D. Gardner

Jon E. Gavenman
 Kathleen A. Goodhart
 Lawrence C. Gottlieb
 Shane L. Goudey
 William E. Grauer
 Jonathan G. Graves
 Jacqueline I. Grise
 Eric (nmi) Grossman
 Kenneth L. Guernsey
 Patrick P. Gunn
 Jeffrey M. Gutkin
 John B. Hale
 Danish (nmi) Hamid
 Bernard L. Hatcher
 Matthew B. Hemington
 Cathy Rac Hershcopf
 John (nmi) Hession
 Gordon (nmi) Ho
 Suzanne Sowachka Hooper
 Lila W. Hope
 Mark M. Hrenya
 Christopher R. Hutter
 Jay R. Indyke
 Craig D. Jacoby
 Eric C. Jensen
 Mark L. Johnson
 Robert L. Jones
 Barclay J. Kamb
 Richard S. Kanowitz
 Kimberly J. Kaplan-Gross
 Jeffrey S. Karr
 Sally A. Kay
 Heidi M. Keefe
 Kevin F. Kelly
 Jason L. Kent
 Charles S. Kim
 Kevin M. King
 James C. Kitch
 Michael J. Klisch
 Jason M. Koral

Barbara A. Kosacz
 Kenneth J. Krisko
 John S. Kyle
 Carol Denise Laherty
 Mark F. Lambert
 Matthew E. Langer
 Samantha M. LaPine
 John G. Lavoie
 Robin J. Lee
 Ronald S. Lemieux
 Natasha (nmi) Leskovsek
 Shira Nadich Levin
 Alan (nmi) Levine
 Michael S. Levinson
 Stephanie (nmi) Levy
 Elizabeth L. Lewis
 Michael R. Lincoln
 James C. T. Linfield
 Chet F. Lipton
 Cliff Z. Liu
 Samuel M. Livermore
 Douglas P. Lobel
 J. Patrick Loofbourrow
 Mark C. Looney
 Robert B. Lovett
 Andrew P. Lustig
 Lori (nmi) Mason
 Thomas O. Mason
 Keith A. McDaniels
 Michael J. McGrail
 John T. McKenna
 Bonnie Weiss McLeod
 Mark A. Medearis
 Laura M. Medina
 Daniel P. Meehan
 Beatriz (nmi) Mejia
 Craig A. Menden
 Erik B. Milch
 Robert H. Miller

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Special Exception Attachment to Par. 1(c)" form.

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PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Cooley LLP (continued)
 One Freedom Square, Reston Town Center
 11951 Freedom Drive, Suite 1500
 Reston, VA 20190

(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)

Chadwick L. Mills
 Patrick J. Mitchell
 Ali M.M. Mojdehi
 Ann M. Mooney
 Timothy J. Moore
 William B. Morrow, III
 Howard (nmi) Morse
 Frederick T. Muto
 Ryan E. Naftulin
 Stephen C. Neal
 William H. O'Brien
 Thomas D. O'Connor
 Ian (nmi) O'Donnell
 Kathleen (nmi) Pakenham
 Nikesha (nmi) Patel
 Timothy G. Patterson
 Amy Elizabeth Paye
 Anne H. Peck
 D. Bradley Peck
 David G. Peinsipp
 Nicole K. Peppe
 Susan Cooper Philpot
 Benjamin D. Pierson
 Frank V. Pietrantonio
 Mark B. Pitchford
 Michael L. Platt
 Christian E. Plaza
 Anna B. Pope
 Marya A. Postner
 Steve M. Przesmicki
 Seth A. Rafkin
 Frank F. Rahmani
 Marc (nmi) Recht
 Danielle Naftulin Reed
 Thomas Z. Reicher

Michael G. Rhodes
 Michelle S. Rhyu
 Lyle (nmi) Roberts
 John W. Robertson
 Ricardo (nmi) Rodriguez
 Kenneth J. Rollins
 Richard S. Rothberg
 Adam J. Rutenberg
 Thomas R. Salley III
 Jessica Valenzuela Santamaria
 Glen Y. Sato
 Martin S. Schenker
 Joseph A. Scherer
 Marc G. Schildkraut
 William J. Schwartz
 Audrey K. Scott
 John H. Sellers
 Ian R. Shapiro
 Michael N. Sheetz
 Jordan A. Silber
 Brent B. Siler
 Stephen R. Smith
 Colleen P. Gillis Snow
 Tower C. Snow, Jr.
 Whitty (nmi) Somvichian
 Wayne O. Stacy
 Neal J. Stephens
 Donald K. Stern
 Anthony M. Steigler
 Steven M. Strauss
 Myron G. Sugarman
 Christopher J. Sundermeier
 Ronald R. Sussman
 C. Scott Talbot
 Mark P. Tanoury
 Gregory C. Tenhoff
 Michael E. Tenta
 Timothy S. Teter

Michael S. Tuscan
 Miguel J. Vega
 Erich E. Veitenheimer III
 Aaron J. Velli
 Lois K. Voelz
 Emily Woodson Wagner
 David A. Walsh
 David M. Warren
 Mark B. Weeks
 Steven K. Weinberg
 Mark R. Weinstein
 Thomas S. Welk
 Peter H. Werner
 Christopher A. Westover
 Francis R. Wheeler
 Brett D. White
 Andrew S. "Drew" Williamson
 Peter J. Willsey
 Mark Windfeld-Hansen
 Nancy H. Wojtas
 Jessica R. Wolff
 Nan (nmi) Wu
 Babak (nmi) Yaghmaie
 Christina (nmi) Zhang
 Kevin J. Zimmer

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a "Special Exception Attachment to Par. 1(c)" form.

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for Application No. (s): SE 2012-HM-008
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PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

Bain Capital Fund IX, L.P.
111 Huntington AvenueP
Boston, MA 02199

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

This private equity fund consists of
approximately 500 investors, none of which
owns 10% or more of Reston Hospital
Center, LLC, listed in par. 1(a) of the
affidavit as an Applicant.

(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 17, 2012
(enter date affidavit is notarized)

116194a

for Application No. (s): SE 2012-HM-008
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a "Special Exception Attachment to Par. 2" form.

Application No.(s): SE 2012-HM-008

(county-assigned application number(s), to be entered by County Staff)

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SPECIAL EXCEPTION AFFIDAVIT

DATE: July 17, 2012

(enter date affidavit is notarized)

116194a

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

- Supervisor Penelope A. Gross is a trustee on the Inova Health System Foundation's Board.

- John G. Lavoie of Cooley LLP provided an in-kind contribution in excess of \$100 to "Penny Gross For Supervisor."

NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☒ There are more disclosures to be listed and Par. 3 is continued on a "Special Exception Attachment to Par. 3" form. →

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

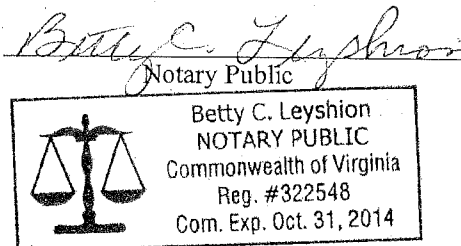
☒ Applicant's Authorized Agent

Ben I. Wales, AICP, Senior Land Use Planner

(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 17th day of July 2012, in the State/Comm. of Virginia, County/City of Fairfax.

My commission expires: 10/31/2014



Special Exception Attachment to Par. 3

DATE: July 17, 2012
(enter date affidavit is notarized)

116194a

for Application No. (s): SE 2012-HM-008
(enter County-assigned application number (s))

Supervisors Penelope A. Gross and John W. Foust and their spouses attended the Inova Health System Foundation's 2011 Annual Gala with complimentary tickets having a face value in excess of \$100 each.

Stephen M. Cumbie, Chairman and Trustee on the Inova Health System Foundation Board and Trustee on the Inova Health System Services Board, donated in excess of \$100 to Chairman Sharon Bulova.

Supervisor Penelope A. Gross, a member of the Fairfax County Board of Supervisors and a Trustee on the Inova Health System Foundation Board, donated in excess of \$100 to Chairman Sharon Bulova through Penny Gross for Supervisor.

Todd A. Stottlemeyer, a Trustee on the Inova Health System Foundation Board, donated in excess of \$100 to Supervisors John C. Cook and Michael R. Frey, and in excess of \$100 to Pat Herrity for Congress.

(check if applicable)

☐

There are more disclosures to the listed for Par. 3, and Par. 3 is continued further on a "Special Exception Attachment to Par. 3" form.